

NUVOCO VISTAS CORP. LTD.



Ref. No.: Sec/59/2022-23

August 5, 2022

BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai – 400 001 Scrip Code: 543334 Scrip ID: NUVOCO	National Stock Exchange of India Limited Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051 Trading Symbol: NUVOCO
--	--

Dear Sir/Madam,

Sub: Intimation under Regulations 30 and 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “Listing Regulations”)

Further to our letter no. Sec/49/2022-23 dated July 8, 2022, we hereby inform that the 23rd Annual General Meeting (“AGM”) of the Company was held today i.e. Friday, August 5, 2022 through Video Conferencing to transact the business as stated in the Notice dated July 7, 2022 convening the AGM.

The AGM commenced at 3.30 p.m. (IST) and concluded at 5:30 p.m. (IST) (including the time allowed for e-voting at AGM).

In this regard, please find enclosed the following:

Sr.No.	Particulars	Annexures
1	Summary of the proceedings of the AGM, pursuant to Regulation 30 read with Para A, Part A of Schedule III of the Listing Regulations	Annexure A
2	Voting results of the business transacted at the AGM, pursuant to Regulation 44(3) of the Listing Regulations	Annexure B
3	Consolidated Scrutinizer’s Report dated August 5, 2022 on remote e-voting and e-voting during the AGM, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time	Annexure C

The Voting Results along with the Scrutinizer's Report is available on the Company's website at www.nuvoco.com and also on the website of National Securities Depository Limited at www.evoting.nsdl.com.

We request you to take the above on record.

Thanking you,

Yours faithfully,
For Nuvoco Vistas Corporation Limited


Shruta Sanghavi
SVP and Company Secretary



Encl: as above
Nuvoco Vistas Corp. Ltd.

Summary of the proceedings of the 23rd Annual General Meeting

The 23rd Annual General Meeting ("AGM"/"Meeting") (1st Post-IPO) of the Members of Nuvoco Vistas Corporation Limited (the "Company") was held today i.e. Friday, August 5, 2022, through Video Conference ("VC") in compliance with the relevant circulars issued by the Ministry of Corporate Affairs ("MCA") and Securities and Exchange Board of India ("SEBI") from time to time and as per the applicable provisions of the Companies Act, 2013 (the "Act") and the Rules framed thereunder. The AGM commenced at 3:30 p.m. (IST) and concluded at 5:30 p.m. (IST) (including the time allowed for e-voting at AGM).

Ms. Shruta Sanghavi, SVP and Company Secretary, welcomed the Members at the AGM and informed that the AGM is being held through VC in accordance with the relevant circulars issued by the MCA and SEBI. She further informed that the Notice of the AGM along with the 1st Integrated Annual Report for the FY 2021-22 was sent through electronic mode to all the Members whose e-mail addresses were registered with the Register and Share Transfer Agent or Depositories. Further, the general instructions regarding participation in the AGM through VC were provided to the Members. Since, there was no physical attendance of the Members, the requirement of appointing proxies was not applicable. The Registers as required under the Act were available for inspection.

Mr. Hiren Patel, Chairman, chaired the Meeting. The requisite quorum being present, the Chairman called the Meeting to order. Along with him, Mr. Jayakumar Krishnaswamy, Managing Director, Mr. Maneesh Agrawal, Chief Financial Officer and Ms. Shruta Sanghavi, SVP and Company Secretary were also present at the registered office. All other Directors attended the Meeting through VC including Mr. Kaushikbhai Patel, Chairman of the Stakeholders Relationship Committee and Risk Management Committee, Mrs. Bhavna Doshi, Chairperson of the Audit Committee and Mr. Berjis Desai, Chairman of the Nomination and Remuneration Committee and Corporate Social Responsibility Committee. The Senior Leadership Team of the Company was also present through VC from their respective locations.

The representatives of M/s. M S K A & Associates, Statutory Auditors, M/s. Parikh & Associates, Secretarial Auditors and Scrutinizers were also present at the AGM through VC. Further, M/s. R Nanabhoy & Co., Cost Auditors had sought an exemption from attending the AGM.

With the consent of the Members, the Notice of the AGM was taken as read. The Chairman informed the Members that the Statutory Auditors' Report and Secretarial Audit Report did not have any qualifications.

At the request of the Chairman, Ms. Shruta Sanghavi informed that the Company had provided the Members the facility to cast their vote electronically through National Securities Depository Limited ("NSDL") before the AGM. The e-voting facility was also made available during the AGM for the benefit of Members who were present at the AGM and had not cast their votes earlier through remote e-voting. The live streaming of the AGM was also webcasted on the website of NSDL.



The following items of business, as per the Notice convening the AGM of the Company dated July 7, 2022 were transacted at the Meeting.

Item No.	Details of Resolution(s)	Type of Resolution(s) (Ordinary/Special)
1	To receive, consider and adopt: a. the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2022 together with the Reports of the Board of Directors and Auditors thereon; and b. the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2022, together with the Report of Auditors thereon.	Ordinary
2	To appoint a Director in place of Mr. Hiren Patel (DIN: 00145149), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary
3	Re-appointment of M/s. M S K A & Associates, Chartered Accountants, as the Statutory Auditors of the Company.	Ordinary
4	Ratification of the remuneration of Cost Auditors for FY 2022-23.	Ordinary

The Chairman made his opening remarks on the business overview of the Company and then requested Mr. Jayakumar Krishnaswamy to brief the Members on the Company's performance for FY 2021-22.

The Members who had registered themselves as speaker were invited to ask questions, seek clarifications or express their views on the operations and financial performance of the Company. The Members were given an opportunity to speak in the order in which they had registered their names. The Chairman and Managing Director responded to the queries of the Members and provided clarifications.

The Chairman announced that the e-voting facility shall remain open for the next 15 minutes to enable the Members to cast their vote and authorized Ms. Shruta Sanghavi to carry out the e-voting process and conclude the AGM. She was also authorized to accept and countersign the Consolidated Scrutinizer's Report and declare the e-voting results. The Chairman informed the Members that the e-voting results would be announced within the stipulated time frame and the results alongwith the Consolidated Scrutinizer's Report would be intimated to the Stock Exchanges and would be placed on the website of the Company and NSDL.

The Chairman then thanked the Members for their continued support and for attending and participating in the Meeting. He also thanked all the Directors for joining the Meeting virtually.

Upon completion of the e-voting process, Ms. Shruta Sanghavi declared the Meeting as concluded.

The Consolidated Scrutinizer's Report was received after conclusion of the AGM on Friday, August 5, 2022. All the Resolutions as set out in the Notice of the AGM were passed with requisite majority.

For Nuvoco Vistas Corporation Limited


Shruta Sanghavi
Company Secretary

Home

Validate

Import XML

General information about company	
Scrip code	543334
NSE Symbol	NUVOCO
MSEI Symbol	NOTLISTED
ISIN	INE118D01016
Name of the company	NUVOCO VISTAS CORPORATION LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	05-08-2022
Start time of the meeting	03:30 PM
End time of the meeting	05:30 PM

Prev

Next

For Nuvoco Vistas Corporation Limited


 Shruta Sanghavi
 Company Secretary

 Shruta Sanghavi
 Company Secretary

Home

Validate

Scrutinizer Details	
Name of the Scrutinizer	Ms. Jigyasa N. Ved
Firms Name	M/s. Parikh & Associates
Qualification	CS
Membership Number	FCS 6488
Date of Board Meeting in which appointed	20-05-2022
Date of Issuance of Report to the company	05-08-2022

Prev

Next

Nuvoco Vistas Corporation Limited
Shruti Sanghavi
Company Secretary

For Nuvoco Vistas Corporation Limited

S. Sanghavi
Shruti Sanghavi
Company Secretary

[Home](#)[Validate](#)

Voting results	
Record date	29-07-2022
Total number of shareholders on record date	280356
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	6
b) Public	71
No. of resolution passed in the meeting	4
Disclosure of notes on voting results	Add Notes

[Prev](#)

For Nuvoco Vistas Corporation Limited


Shruta Sanghavi
Company Secretary

Home

Validate

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				a) the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2022 together with the Reports of the Board of Directors and Auditors thereon; and				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		256254675	100.0000	256254675	0	100.0000	0.0000
	Poll	256254676	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	256254676	256254675	100.0000	256254675	0	100.0000	0.0000
Public- Institutions	E-Voting		78589835	97.5786	78589835	0	100.0000	0.0000
	Poll	80540006	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	80540006	78589835	97.5786	78589835	0	100.0000	0.0000
Public- Non Institutions	E-Voting		1080786	5.3080	1074292	6494	99.3991	0.6009
	Poll	20361471	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	20361471	1080786	5.3080	1074292	6494	99.3991	0.6009
Total		357156153	335925296	94.0556	335918802	6494	99.9981	0.0019
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

For Nuvoco Vistas Corporation Limited



Shruta Sanghavi
Company Secretary

Home

Validate

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a Director in place of Mr. Hiren Patel (DIN: 00145149), who retires by rotation and being eligible, offers himself for re-appointment.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		256254675	100.0000	256254675	0	100.0000	0.0000
	Poll	256254676	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	256254676	256254675	100.0000	256254675	0	100.0000	0.0000
Public-Institutions	E-Voting		79433443	98.6261	78843543	589900	99.2574	0.7426
	Poll	80540006	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	80540006	79433443	98.6261	78843543	589900	99.2574	0.7426
Public- Non Institutions	E-Voting		1080691	5.3075	1069567	11124	98.9707	1.0293
	Poll	20361471	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	20361471	1080691	5.3075	1069567	11124	98.9707	1.0293
Total		357156153	336768809	94.2918	336167785	601024	99.8215	0.1785
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

For Nuvoco Vistas Corporation Limited



Shruta Sanghavi
Company Secretary

Home

Validate

Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of M/s. M S K A & Associates, Chartered Accountants, as the Statutory Auditors of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		256254675	100.0000	256254675	0	100.0000	0.0000
	Poll	256254676	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	256254676	256254675	100.0000	256254675	0	100.0000	0.0000
Public- Institutions	E-Voting		79433443	98.6261	79431540	1903	99.9976	0.0024
	Poll	80540006	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	80540006	79433443	98.6261	79431540	1903	99.9976	0.0024
Public- Non Institutions	E-Voting		1080662	5.3074	1073408	7254	99.3287	0.6713
	Poll	20361471	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	20361471	1080662	5.3074	1073408	7254	99.3287	0.6713
Total		357156153	336768780	94.2917	336759623	9157	99.9973	0.0027
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution						Add Notes		

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	0

For Nuvoco Vistas Corporation Limited

S. Sanghavi
 Shruta Sanghavi
 Company Secretary

Home

Validate

Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratification of the remuneration of Cost Auditors for FY 2022-23				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		256254675	100.0000	256254675	0	100.0000	0.0000
	Poll	256254676	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	256254676	256254675	100.0000	256254675	0	100.0000	0.0000
Public- Institutions	E-Voting		79433443	98.6261	79433443	0	100.0000	0.0000
	Poll	80540006	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	80540006	79433443	98.6261	79433443	0	100.0000	0.0000
Public- Non Institutions	E-Voting		1080668	5.3074	1070147	10521	99.0264	0.9736
	Poll	20361471	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	20361471	1080668	5.3074	1070147	10521	99.0264	0.9736
Total		357156153	336768786	94.2917	336758265	10521	99.9969	0.0031
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

For Nuvoco Vistas Corporation Limited

Sr. Sanghavi
Shruta Sanghavi
Company Secretary



To,
The Chairman
Nuvoco Vistas Corporation Limited
Equinox Business Park, Tower - 3,
East Wing, 4th Floor,
LBS Marg, Kurla (West),
Mumbai - 400 070

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted prior to the 23rd Annual General Meeting of Nuvoco Vistas Corporation Limited held on Friday, August 5, 2022 at 3.30 p.m. (IST) through video conferencing ('VC') / other audio visual means ('OAVM') and e-voting conducted during the AGM, pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations')

I, Jigyasa N. Ved, of Parikh & Associates, Practising Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of Nuvoco Vistas Corporation Limited ("the Company") pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct & scrutinize the remote e-voting process in respect of the below mentioned resolutions passed at the 23rd Annual General Meeting ("AGM") of the Company held on Friday, August 5, 2022 at 3.30 p.m. (IST) through VC/OAVM.

I was also appointed as Scrutinizer to scrutinize the e-voting process during the said AGM.

The Notice dated July 7, 2022, convening the 23rd AGM, as confirmed by the Company was sent, in respect of the below mentioned resolutions to be passed at the AGM of the Company through electronic mode, to those Members whose email addresses were registered with the Company/Depositories, in compliance with the Circulars issued by the Ministry of Corporate Affairs dated May 5, 2020 read together with circulars dated April 8, 2020, April 13, 2020, January 13, 2021, December 8, 2021, December 14, 2021 and May 5, 2022 (collectively referred to as "MCA Circulars") and SEBI Circulars dated May 12, 2020, January 15, 2021 and May 13, 2022.

Office: 111, 11th floor, Sai-Dwar CHS Ltd., SAB TV Lane, Opp. Laxmi Industrial Estate, Off Link Road,
Above Shabari Restaurant, Andheri (West), Mumbai-400 053

Tel.: 26301232/26301233 Email: cs@parikhassociates.com Website: www.parikhassociates.com Firm Unique Code: P1988MH009200

Continuation Sheet

The Company had availed the e-voting facility offered by National Securities Depository Limited ('NSDL') for conducting remote e-voting before and e-voting during the AGM by the shareholders of the Company.

The voting period for remote e-voting commenced on Monday, August 1, 2022 at 9.00 a.m. (IST) and ended on Thursday, August 4, 2022 at 5.00 p.m. (IST) and the NSDL's remote e-voting module was disabled thereafter.

The Company had also provided e-voting facility to the shareholders present at the AGM through VC / OAVM and who had not cast their vote earlier.

The shareholders of the Company holding shares as on the "cut-off" date i.e. Friday, July 29, 2022, were entitled to vote on the resolutions as contained in the Notice of the AGM.

After the closure of e-voting during the AGM, the report on votes cast under remote e-voting prior to and e-voting during the AGM were unblocked and counted.

I have scrutinized and reviewed the remote e-voting prior to and e-voting during the AGM and votes cast therein based on the data downloaded from the NSDL's e-voting system.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting prior to and e-voting during the AGM on the resolutions contained in the Notice of the AGM.

My responsibility as scrutinizer for the remote e-voting and e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I now submit my consolidated report as under on the results of the remote e-voting done prior to and e-voting during the AGM in respect of the said resolutions.

Resolution 1: Ordinary Resolution

To receive, consider and adopt:

- a) the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2022 together with the Reports of the Board of Directors and Auditors thereon; and
- b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2022 together with the Report of Auditors thereon.

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1112	33,59,18,802	100.00 (Rounded Off)

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
76	6,494	0.00

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

Resolution 2: Ordinary Resolution

To appoint a Director in place of Mr. Hiren Patel (DIN: 00145149), who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1030	33,61,67,785	99.82

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
160	6,01,024	0.18

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

Resolution 3: Ordinary Resolution**Re-appointment of M/s. M S K A & Associates, Chartered Accountants, as the Statutory Auditors of the Company**

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1060	33,67,59,623	100.00 (Rounded off)

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
130	9,157	0.00

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

Resolution 4: Ordinary Resolution**Ratification of the remuneration of Cost Auditors for FY 2022-23**

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1051	33,67,58,265	100.00 (Rounded off)

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
139	10,521	0.00

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

Thanking you,
Yours faithfully,

JIGYASA Digitally signed
by JIGYASA
NILESH NILESH VED
Date: 2022.08.05
VED 21:01:24 +05'30'

Jigyasa N. Ved
Parikh & Associates
Practising Company Secretaries
FCS: 6488 CP No.: 6018
UDIN: F006488D000751155
P/R No.: 1129/2021
111,11th Floor, Sai Dwar CHS Ltd.,
Sab TV Lane, Opp. Laxmi Indl. Estate,
Off Link Road, Above Shabari Restaurant,
Andheri West, Mumbai - 400053

Place: Mumbai
Dated: 05.08.2022

Countersigned By
For Nuvoco Vistas Corporation Limited
S. Sanghavi
Shruta Sanghavi
Company Secretary